

# Position Specification

## **CONFIDENTIAL AND PROPRIETARY** **Associate General Counsel**

### ***The Company***

Our client is a domestic and international motion picture exhibitor, operating theaters in the United States and Latin America. In the anticipation of a return to activity and profitability, the company is now actively seeking an outstanding mid- to senior-level lawyer who can step in to fill this role at the earliest possible opportunity.

### ***The Position***

#### ***Location***

Southwest United States– Onsite, Full-time

#### ***Overview***

The AGC will focus on contractual and transactional work along with corporate governance, securities filings and compliance, data privacy, litigation management, and human resources support, as well as supporting a broad range of other substantive legal matters as an intrinsic member of this lean legal team.

#### ***Reporting Relationship***

This role reports directly to the Executive Vice President-General Counsel, who has been with the company more than 30 years, assembling a small surrounding legal team along the way, consisting of one AGC domestically and one AGC for Latin American counsel. This specific AGC role covers the broadest set of substantive responsibilities within the legal department and is very visible to the board, senior management, and multiple business units. This role shares one administrative assistant with the other AGC. There is one paralegal that reports directly to the EVP-General Counsel.

#### ***Responsibilities***

- Drafts, reviews, manages, and negotiates commercial contracts, including master services agreements, statements of work, purchase orders, material supplier contracts, non-disclosure agreements, distribution agreements, reseller and channel partner agreements, professional services agreements, software licenses and data privacy agreements.
- Advises and collaborates with internal teams, including Real Estate, Marketing, Procurement, HR, IT, Finance, and other departments on a full range of issues related to commercial contracting for inbound and outbound activities.
- Optimizes contracting processes and guidelines; develops scalable contract review, management, and archiving measures; and identifies and implements improved workflows and best practices.

- Continuously improves the efficiency and effectiveness of legal contract support within the company while maintaining the quality and consistency of contracts across the organization.
- Administers M&A transactional work, including public RFPs and private acquisitions and divestitures.
- Assists in public company reporting and capital markets activities (i.e., 10-Q, 10-K, proxy statements, Form 3s and 4s).
- Supports all aspects of corporate governance programs; overseeing ongoing securities compliance, including board and committee support, securities filings, regulatory communications, and other governance-related materials.
- Oversees corporate cybersecurity and data privacy compliance mandates and regulatory adherence; incorporates relevant risk profiles and contractual language into transactional enterprises and agreements.
- Advises and represents company's interests in commercial disputes and litigation, including working effectively with outside counsel where relevant.
- Supports Human Resources regarding employment-related matters, including advising executive management on executive compensation issues and disclosure obligations.
- Provides support in a wide range of in-house legal services on an as-needed basis.

#### ***Travel***

Minimal

### ***The Candidate***

#### ***Education***

- J.D. degree from an accredited U.S. law school required.
- Licensed in good standing in a U.S. state; preference for admittance to the State Bar of Texas or admittance on waiver within twelve months of hire.

#### ***Professional Qualifications***

- Five (5)+ years of relevant progressively responsible experience in a law firm and/or corporate legal department.
- Prior in-house experience with a corporate legal department is preferred.
- Ability to draft contracts, leases, license agreements, service agreements, vendor agreements, and memoranda.
- Complex understanding of subject areas relevant to technology contracts, including intellectual property rights, software licensing, service level agreements, data rights, and privacy laws and regulations.
- Experience with M&A transactions, corporate governance, data privacy, and SEC filings.
- Compliance, employment, and litigation management experience is a plus.
- Excellent written and verbal communication skills and comfortable in engaging in clear and concise discussions to resolve issues across all departments and at all levels.
- Demonstrated success working in a high-performing, business results-driven environment is a must.
- Experience working in a fast-paced, fluid, and collegial corporate culture.

- Established ability to think and decide quickly, and to communicate legal issues and solutions clearly and concisely.
- Excellent strategic business judgment and solid negotiation skills.
- Ability and desire to work both collaboratively and autonomously.
- Meets the expectations and requirements of internal and external clients; effectively prioritizes and facilitates quick project turnaround.

### ***Personal Characteristics***

- Capacity to collaborate with and facilitate cross-team decision-making among the legal team, finance team, real-estate teams, and other internal departments.
- Impeccable attention to detail, extremely well-organized, and a strong sense of ownership and accountability.
- Strong interpersonal skills and ability to communicate – both written and verbally – build relationships and navigate effectively at all levels of the company.
- Business-friendly and creative problem-solving skills, with the ability to exercise sound judgment and make decisions based on accurate and timely analysis.
- Flexibility and willingness to handle a wide variety of other matters to support the company, even if outside the usual comfort zone.
- An authentic, approachable individual with strong ethical standards who melds with the company's culture.

### ***Working Conditions***

Works in an environment where there is minimum exposure to dust, noise, or temperature. Operating equipment will include office apparatus such as: computers, copiers, phone, internet, and printers. Otherwise, the physical space will be a typical office environment, and the position will require walking, standing, and sitting at a computer.

The Company is proud to be an Equal Employment Opportunity Employer, supporting diversity in the workplace. M/F/D/V

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**THIS POSITION SPECIFICATION IS CONFIDENTIAL AND PROPRIETARY AND IS NOT TO BE SHARED WITH ANYONE OTHER THAN THE CANDIDATE TO WHOM IT WAS ORIGINALLY PROVIDED.**

**To learn more about this opportunity or provide a confidential referral, please contact:**

Cortland Kelly Grynwald, J.D.  
Vice President – Legal, Compliance & Risk Practice  
214-763-7793 (Cell) | 214-292-4135 (Direct)  
[cgrynwald@pearsonpartnersintl.com](mailto:cgrynwald@pearsonpartnersintl.com)

Pearson Partners International, Inc.  
12377 Merit Drive, Suite 750 | Dallas, TX 75251  
214-292-4130 Phone | 214-292-4140 Fax  
[response@pearsonpartnersintl.com](mailto:response@pearsonpartnersintl.com)